

**AMENDMENT TO MICROSOFT  
STATE AND LOCAL GOVERNMENT SELECT AGREEMENT**

This amendment ("amendment") is made and entered into by and between the undersigned for the purpose of amending that certain Microsoft State and Local Government Select Agreement ("agreement") identified above between **The State of Maryland** and Compaq Computer Corporation. All terms used but not defined in this amendment will have the meanings assigned to such terms in the agreement, as amended.

**I. Modifications to the Agreement.**

1. Section 12(a) is hereby amended and restated as follows:

**Term.** This agreement will remain in effect for 36 full calendar months following the effective date. *Notwithstanding anything to the contrary in the agreement, including but not limited to the Product List, the following shall apply:*

(i) *Upgrade Advantage licenses purchased prior to September 1, 2001, shall expire on October 31, 2002. Such licenses may optionally be renewed by purchasing Software Assurance on or before November 30, 2002, which such Software Assurance shall expire on October 31, 2003.*

(ii) *Upgrade Advantage Licenses purchase on or after September 1, 2001, shall expire on October 31, 2003.*

**II. Effect of Amendment.**

Except as specifically amended by this amendment, all provisions of the agreement identified above shall remain unchanged and in full force and effect. This amendment is not legally binding until executed by both parties and shall become effective on the date of signature of the reseller. When this amendment is fully executed, you will receive a confirming copy.

You must execute and return three (3) copies of this amendment with your agreement to the reseller, at the address provided by the reseller, on or before October 15, 2001, in order for the terms and conditions of this amendment to apply. Reseller will send one executed copy to the following address:

MSLI, GP

Attn: Dept. 551, Volume Licensing  
6100 Neil Road, Suite 210  
Reno, NV 89511-1137

<b>Customer:</b> <b>The State of Maryland</b> Name of Customer	<b>Reseller:</b> <b>Compaq Computer Corporation</b> Name of Reseller
By <u>T. Elaine Foster</u>	By <u>[Signature]</u>
Name, Title <u>T. Elaine Foster Secretary</u>	Name, Title <u>John Cullen, Director</u>
Date <u>October 1, 2001</u>	Date <u>10-22-01</u>

Prepared by: David Mills